



# Constitution of Black Park Shed



Adopted 29<sup>th</sup> Sept 2017, Version 'F' as amended 7<sup>th</sup> Nov 2024

## 1.0 NAME

- 1.1 The name of the Shed is **Black Park Shed**, an unincorporated organisation, herein referred to as 'the Shed'.

## 2.0 OBJECTS

- 2.1 The aims (objects) of the Shed are:

To promote social inclusion for the public benefit by preventing people particularly but not exclusively, older men and women, throughout the South of England from becoming socially excluded, relieving the needs of those people who are socially excluded and assisting them to integrate into society through the provision of facilities in which they can meet jointly or individually to undertake creative, physical or recreational activities, learn or pass on skills and knowledge and support each other socially.

For the purpose of this clause 'socially excluded' means being excluded from society, or parts of society, as a result of one or more of the following factors: bereavement, financial hardship; old age or ill health (physical or mental).

For the public benefit, the preservation and protection of good health among people in the South of England, including those who are retired, unemployed or have health problems, through the provision of facilities for hobbies, recreation or other leisure time occupation including practical interests, skills sharing, the learning of new skills, and helping with community-based projects

## 3.0 POWERS

- 3.1 The Shed has power to do anything which is lawful and considered to further its Objects or is conducive to doing so. In particular, the Shed has power to:

- (a) Raise, collect and obtain funds, receive grants and donations
- (b) Use funds to carry out and in furtherance of the work of the Shed
- (c) Acquire and manage buildings
- (d) Cooperate with local authorities, other organisations, charities and community residents of the South of England in a common effort to achieve the Objects of the Shed and exchange knowledge and information

## **4.0 MEMBERSHIP**

- 4.1 Those over 18 years of age who would benefit from the Shed may apply to join as Individual Members irrespective of religion, gender, political views, nationality, age or race, ability or disability.
- 4.2 Membership lasts for one year and must be renewed annually at the price set by the Board of Trustees for that year.
- 4.3 The Board of Trustees may create a membership in addition to Individual Members (voting members) at any time, should they wish, to allow people to support the Shed without attendance. Such members shall be called Friends of Black Park Shed and will have no voting rights at general meetings.
- 4.4 Members may wish to give individual or additional donations to support the Shed. The amount of any donation will be at the member's discretion. Personal details may be requested by the Board of Trustees in order to claim Gift Aid.
- 4.5 The Board of Trustees reserves the right to reject or terminate any membership, giving full written reason, should they unanimously agree it is in the best interests of the Shed. The member has the right to have their opinion heard before any decision and should have a witness, chosen by them, present.
- 4.6 Members must accept the terms of this constitution on joining as well as the Shed's Code of Conduct and any other documents and policies deemed necessary by the Board of Trustees.
- 4.7 Individual Members are entitled to vote at General Meetings.
- 4.8 The Board of Trustees will adhere to the Data Protection Act 2018 when keeping records of memberships.

## **5.0 BOARD OF TRUSTEES**

- 5.1 The Board of Trustees shall meet not less than three times per annum and shall consist of not less than three members, including the Chairperson, Treasurer and Secretary – the Officers.
- 5.2 Decisions at Board meetings must be voted on and only matters with a majority vote will be considered approved.
- 5.3 Members of the Board of Trustees must be elected at Annual General Meetings (AGM). Extraordinary General Meetings (EGM) or co-opted in accordance with 5.5 and 5.6.
- 5.4 The Board may decide to call any annual general meeting, or extraordinary general meeting, as an electronic meeting in accordance with this Article and if so, shall designate the meeting as such. The Board will allow voting by a show of hands, by signed proxy, or by email. Email voting must be sent to the Secretary 24 hours prior to the day of the AGM/EGM.

- 5.5 The Board of Trustees elected at an AGM shall have the power to co-opt further members to the Board, provided that the number of co-opted members shall not exceed one third of the total membership of the Board, but they must step down and stand to be elected at the next AGM. Co-opted members shall have the right to vote.
- 5.6 Should the number of members on the Board of Trustees fall below five at any time, up to two members can be co-opted to the Board of Trustees, but they must step down and stand to be elected at the next AGM. Co-opted members shall have the right to vote.
- 5.7 Nominations from individual Members of the Shed to appoint a member to the Board of Trustees must be in writing and given to the Secretary no later than 7 days prior to the AGM. Should the number of nominations be less than the number of vacancies then verbal nominations shall be accepted at the AGM and elected at the discretion of the voting members.
- 5.8 Any member of the Board of Trustees that fails to attend three consecutive Board meetings without reasonable excuse shall lose their place on the Board of Trustees. Any position resulting from failure to attend may be filled by co-option in accordance with 5.5 or 5.6.
- 5.9 The Office of Chairperson shall not be held by any one person for more than 4 consecutive years. Other members of the Board of Trustees shall not hold their position for more than five consecutive years. The aforementioned terms of office can be breached if significant efforts have been made encouraging members in the previous three months to fill a specific role, and if the continuing member is voted in by a minimum of 50% of the voting members.

## **6.0 FUNCTION OF THE BOARD OF TRUSTEES**

- 6.1 The Board of Trustees shall make such decisions and regulations as its members consider appropriate for the efficient conduct of the Shed.
- 6.2 The Board may appoint sub-committees, advisory groups or working parties of its own members and other persons as it may from time to time decide necessary for the carrying out of its work and may determine their terms of reference, duration and composition. All such sub-committees shall make regular reports on their work to the Board.

## **7.0 CHAIRING MEETINGS**

- 7.1 All meetings of the Board or of any of its sub-committees shall be presided over by its Chairperson. If the Chairperson is not present, those present may elect one of their number to take the Chair. The Chairperson of any meeting shall have a second or casting vote.

## **8.0 GENERAL MEETINGS**

- 8.1 An Annual General Meeting shall be held every year, with 21 days notice given to all members, notifying them of the date, venue and agenda.
- 8.2 Minutes must be kept of each AGM, made available in draft form to all members within four weeks of the meeting and agreed at the following AGM.
- 8.3 Every Individual Member has a vote
- 8.4 Extraordinary General Meetings may be called at any time felt reasonable by two thirds of the Board of Trustees should they need members to vote on matters concerning the alteration of this constitution.
- 8.5 The quorum at General Meetings shall be 10%

## **9.0 FINANCE AND PROPERTY**

- 9.1 Any money or property obtained by the Shed shall be used only for the benefit of the Shed and its members, and in the furtherance of its Objects.
- 9.2 Any bank account opened for the Shed shall be in the name of the Shed.
- 9.3 Any cheques shall be signed by the Treasurer and one other member of the Board of Trustees.
- 9.4 Members of the Board of Trustees shall not receive money from the Shed, except to reimburse reasonable out of pocket expenses.
- 9.5 A record of all monetary transactions shall be kept by the Treasurer and an overview presented at each Board meeting. Annual accounts must be produced for the AGM and available to view by any member at any time once produced.

## **10.0 DISSOLUTION**

- 10.1 The Shed may be wound up at any time if agreed by two-thirds of the members present and voting at any General Meeting.
- 10.2 In the event of dissolution, any assets remaining after all debts have been paid shall be transferred to charities whose activities promote social inclusion for the public benefit and the preservation and protection of good health among people. This is likely, but not necessarily, to be in co-ordination with UK Men's Sheds Association

## 11.0 INDEMNITY

The Shed shall indemnify and keep indemnified every officer, member and volunteer from and against all claims, demands, actions and proceedings (and all costs and expenses in connection therewith and arising therefrom) made or brought against the Shed in connection with its activities, the actions of its Officers, members or volunteers, or in connection with its property and equipment. This indemnity shall not extend to wilful and individual fraud, wrongdoing or wrongful omission on the part of the officer, member or volunteer sought to be made liable. The Board working with the Treasurer shall affect a policy of insurance in respect of this indemnity.

We the undersigned agree to work within this Constitution and the Code of Conduct to promote Black Park Shed for its members.

Signature	Name	Role	Date
	Mark Lemon	Chair	10/2/2025
	Tommy Musgrave	ViceChair	10/2/2025
	Les Stone	Secretary	10/2/2025
	Steve Barnes	Treasurer	10/2/2025
	Phil Parker	Board Member	10/2/2025
	Nick Sidhu	Board Member	10/2/2025
	Simon Kibble	Board Member	10/2/2025